

RETURN TO:
LAWYERS TITLE INSURANCE COMPANY
6363 Poplar Ave. - Suite 108
Memphis, TN 38119
File # 950623 Attn. Phyllis

P BK 93 PG 685

LIMITED POWER OF ATTORNEY

BE IT KNOWN TO ALL MEN BY THESE PRESENTS, that R. Scott Toop, Vice President and General Counsel of each corporation set forth below (each "Company" and collectively, the "Companies") does hereby make, constitute and appoint R. Bryce Shirley, Laurence Gerich, Amy Hu and/or Mary Shipma as the lawful attorney-in-fact of the Companies to enter into any real estate transaction on behalf of each, or any of the Companies in the normal course of business, including without limitation, encumbering, selling, purchasing, leasing and subleasing real or personal property, and to sign all documents and instruments, and to take all necessary or appropriate action, in connection with such real estate transactions, including without limitation deeds, conveyances, leases, subleases, assignments, purchase contracts, mortgages, deeds of trust, satisfactions of mortgage, releases of deeds of trust, easements, attornment and subordination agreements, nondisturbance agreements and estoppel certificates.

This Limited Power of Attorney shall be valid until December 31, 2002.

IN WITNESS WHEREOF, this Limited Power of Attorney was duly executed this 27th day of February, 2002.

Kentucky Fried Chicken of California, Inc., a Delaware corporation
KFC Corporation, a Delaware corporation
KFC National Management Company, a Delaware corporation
KFC of America, Inc., a California corporation

By: [Signature]
* R. Scott Toop, Vice President and General Counsel

ATTEST

By: [Signature]
Assistant Secretary

WITNESS

[Signature]
[Signature]

STATE MS.-DESO TO CO.
FILE

APR 16 8 50 AM '02

BK 93 PG 685
W.E. DAVIS CH. CLK.

(corp seal)



STATE OF KENTUCKY)
) ss:
COUNTY OF JEFFERSON)

I, Linda C. Williams, a Notary Public of the aforesaid jurisdiction, certify that R. Scott Toop and Leslie Hansford personally came before me this day and acknowledged that R. Scott Toop is the Vice President and General Counsel and that Leslie Hansford is the Assistant Secretary of Kentucky Fried Chicken of California, Inc., a Delaware corporation; KFC Corporation, a Delaware corporation; KFC National Management Company, a Delaware corporation; and KFC of America, Inc., a California corporation, and that by authority duly given and as the act of the said corporations, the foregoing instrument was signed in its name by R. Scott Toop as Vice President and General Counsel, sealed with its corporate seals, and attested by Leslie Hansford as its Assistant Secretary.

Witness my hand and official stamp or seal, this 27th day of February, 2002.

My commission expires:

December 10, 2002

Linda C. Williams
Notary Public



This instrument prepared by:
R. Bryce Shirley
Tricon Global Restaurants, Inc.
17901 Von Karman Avenue
Irvine, CA 92614